



INCORPORATING SECTION
P.O. Box 898
FRANCHISE TAX SECTION
P.O. Box 7040
UNIFORM COMMERCIAL CODE
P.O. Box 793
DOVER, DELAWARE 19903

STATE OF DELAWARE
DEPARTMENT OF STATE
EDWARD J. FREEL, SECRETARY
DIVISION OF CORPORATIONS
JOHN G. TOWNSEND BUILDING
DUKE OF YORK STREET
DOVER, DELAWARE 19901

INCORPORATING SECTION
GENERAL INFORMATION
302/739 - 3073
NAME RESERVATION
302/739 - 6900
900/420 - 8042
FRANCHISE TAX SECTION
302/739 - 4225
UNIFORM COMMERCIAL CODE
302/739 - 4279

October 28, 1997

NORMA THARP
UNITED STATES ENVIRONMENTAL PROTECTION AGENCY
REGION VII
726 MINNESOTA AVENUE
KANSAS CITY, KS 66101

RE: RECORD SEARCH FOR WESTERN POWER & GAS COMPANY (03465-21)

Dear Ms. Tharp:

We are writing in reply to your inquiry regarding the above-named corporation.

We find that CENTRAL ELECTRIC & TELEPHONE COMPANY filed a Certificate of Incorporation under the laws of the State of Delaware on December 30, 1935.

On August 22, 1944, it changed its corporate title to CENTRAL ELECTRIC & GAS COMPANY.

On May 31, 1961, it changed its corporate title to WESTERN POWER & GAS COMPANY.

We advise WESTERN POWER & GAS COMPANY is no longer in existence as a Delaware corporation having merged on July 1, 1965 into WESTERN LIGHT & TELEPHONE COMPANY, INC. a Kansas corporation, under the name of WESTERN POWER & GAS COMPANY, INC.

The records of this department do not reflect the distribution of assets of void, merged or dissolved corporations. To the best of our knowledge this information is not available through any State agency.

Enclosed is a list giving last filed officers, directors and Registered Agent.

Very truly yours,

Veronica Pletsch
Corporation Section Administrator
VP/slc

enclosure

FILING FEE \$5.00

FILING FEE \$5.00

STATE OF DELAWARE 1964 ANNUAL REPORT-DELAWARE CORPORATION

10294

This report properly executed must be filed with the Secretary of State on or before JANUARY 5, 1965.
File one duplicate with your resident agent; retain other for your record.
For guidance in preparing this form, see Instructions.

RECEIVED & FILED

NAME WESTERN POWER & GAS COMPANY 3465-21
ADDRESS P. O. Box 900, Lincoln, Nebraska 68501
RESIDENT AGENT THE CORP. TRUST CO. A12-30-35

DEC 17 1964

Elita C. Dukes

1. Date of Incorporation December 30, 1935
2. State Nature of Corporation's Business General Public Utility Business
2a. If Company is a Regulated Investment Company as defined by Section 851 of the Federal Internal Revenue Code of 1954, as amended, see Instruction No. 3
3. State Name of Agent Upon Whom Service of Process May Be Made
THE CORPORATION TRUST COMPANY
4. State Location of Principal Office in Delaware
Street and Number 100 West 10th Street
County of New Castle Post Office Wilmington, Delaware
5. State Principal Place of Business Outside of Delaware Lincoln, Nebraska
6. State Appointed Date of Next Annual Meeting of Stockholders to Elect Directors First Wed. in June
7. DIRECTORS ADDRESS TERM EXPIRES

See Schedule Attached

8. OFFICERS ADDRESS TERM EXPIRES
President
Vice-President
Vice-President See Schedule Attached
Secretary
Treasurer
Other Officers

AUTHORIZED SHARES			CAPITAL STATUS		ISSUED SHARES	
Number of Par Value Shares	Par Value Per Share	Number of No Par Value Shares	Number of Par Value Shares	Par Value Per Share	Number of No Par Value Shares	Number of No Par Value Shares
Preferred						
Preferred						
Common						
Common						
Total						

See Schedule Attached

10. TOTAL GROSS ASSETS (including good will as shown by books), as of 1964
(Not earlier than September 30, 1964)
(See Instructions No. 6 and 8—Affidavit B required)

11.—If authorized capital stock has been changed during the calendar year 1964, attach statements for each change, in form similar to Items 9 and 10 above, giving date of change, number of authorized and issued shares (and the Total Gross Assets within 30 days of each change, if tax assessment on Total Gross Assets is desired) in order that Secretary of State may prorate the tax.

(OVER)

NORTHERN POWER & GAS COMPANY

A Schedule Attached To And Made Part Of The Corporation
1964 Annual Report To The State of Delaware

Item 1

Directors

<u>Name</u>	<u>Address</u>	<u>Term Expires</u>
William L. Latta	221 North La Salle Street, Chicago, Illinois	Next Annual Meeting
W. D. Swanson	P. O. Box 900, Lincoln, Nebraska	Next Annual Meeting
Toral Duckett	P. O. Box 900, Lincoln, Nebraska	Next Annual Meeting
J. B. French	44 East Indian School Road, Scottsdale, Arizona	Next Annual Meeting
J. B. Gallagher	500 Island Drive, Palm Beach, Florida	Next Annual Meeting
D. B. Ryer, Jr.	P. O. Box 75, Pueblo, Colorado	Next Annual Meeting
C. E. Ross	122 South Michigan Avenue, Chicago, Illinois	Next Annual Meeting
R. B. Mendenhall	Rocky Ford National Bank, Rocky Ford, Colorado	Next Annual Meeting
W. R. Peterson	Witcher Building, Pueblo, Colorado	Next Annual Meeting
Russell T. Tutt	P. O. Box 64, Colorado Springs, Colorado	Next Annual Meeting
P. C. Ward	R. R. # 3, Rochester, Indiana	Next Annual Meeting
F. J. Young	52 Wall Street, New York, New York	Next Annual Meeting

Item 5

Officers

<u>Office</u>	<u>Name</u>	<u>Address</u>	<u>Term Expires</u>
President	William L. Latta	221 North La Salle St., Chicago, Ill.	Next Annual Meeting
Exec. Vice Pres. & Gen. Mgr.	Toral Duckett	P. O. Box 900, Lincoln, Nebraska	Next Annual Meeting
Exec. Vice President	D. B. Ryer, Jr.	P. O. Box 75, Pueblo, Colorado	Next Annual Meeting
Vice Pres. & Gen. Sol.	W. D. Swanson	P. O. Box 900, Lincoln, Nebraska	Next Annual Meeting
Vice President	W. R. Peterson	P. O. Box 900, Lincoln, Nebraska	Next Annual Meeting
Vice President	R. B. Mendenhall	P. O. Box 900, Lincoln, Nebraska	Next Annual Meeting
Vice President	C. E. Ross	122 South Michigan Ave., Chicago, Illinois	Next Annual Meeting
Secretary-Treasurer	William L. Latta	221 North La Salle St., Chicago, Ill.	Next Annual Meeting
Controller	William L. Latta	221 North La Salle St., Chicago, Ill.	Next Annual Meeting
Asst. Secy. & Asst. Treas.	William L. Latta	221 North La Salle St., Chicago, Ill.	Next Annual Meeting
Asst. Secy. & Asst. Treas.	William L. Latta	221 North La Salle St., Chicago, Ill.	Next Annual Meeting
Asst. Secy. & Asst. Treas.	William L. Latta	221 North La Salle St., Chicago, Ill.	Next Annual Meeting

WESTERN POWER & GAS COMPANY

A Schedule Attached To And Made Part Of The Corporation
1954 Annual Report To The State of Delaware

Item 9.

	CAPITAL STATUS					
	AUTHORIZED			ISSUED		
	Number Of Par Value Shares	Par Value Per Share	Number Of No Par Value Shares	Number Of Par Value Shares	Par Value Per Share	Number Of No Par Value Shares
4.75% Cumulative Preferred-\$50 Par Value	100,000	\$50				
Series A				65,000	\$50	
Series B				35,000	\$50	
Series Cumulative Preferred Stock-\$50 Par Value	50,000	\$50				
4.72% First Series				30,000	\$50	
4.72% Second Series				20,000	\$50	
Additional Cumulative Preferred Stock-Without Par Value			400,000			
\$2.75 Dividend Series						19,915
\$2.55 Dividend Series						150,000
\$2.35 Dividend Series						60,000
\$4.70 Dividend Series						20,000
Common Stock - \$5 Par Value	6,000,000	\$5		3,132,242	\$5	
	6,150,000		400,000	3,282,242		249,915

A.

CERTIFICATE REQUIRED IN ALL CASES

On this 9th day of December 1964
 I (We) do hereby certify as Secretary-Treasurer of the Western Power & Gas Company
 that the foregoing statement is true and correct according to my (our) best knowledge and belief.
L.T. Nelson
 Signature (See instructions)

B.

AFFIDAVIT REQUIRED WHEN ASSETS REPORTED IN ITEM NO. 10

State of _____ as:
 County of _____
 I, _____ of _____
 being first duly sworn, depose and say that the statement of the Total Gross Assets including good will as valued in the books and accounts of said corporation as stated in this report, is true and complete to the best of my knowledge and belief.

Signature (See instructions)

Subscribed and sworn to before me this _____ day of _____ A.D. 19____

Notary Public

C.

AFFIDAVIT OF INACTIVITY TO SUPPORT CLAIM FOR ASSESSMENT AT HALF RATE

State of _____ as:
 County of _____

being first duly sworn, depose and say that they are the _____ and _____ of _____

a corporation duly organized and existing under and by virtue of the laws of the State of Delaware; that said corporation is not considered as having been engaged in any of the business activities for which it was granted a Certificate of Incorporation from _____ to _____ as shown by the following pertinent facts:

and that this affidavit is made for the purpose of securing a reduction in the amount of Franchise Tax assessable against said corporation for the _____ year of 1964 during which it was inactive. (partial or entire)

Signature (See instructions)

Signature (See instructions)

Subscribed and sworn to before me this _____ day of _____ A.D. 19____

Notary Public

INSTRUCTIONS

- REPORT REQUIRED**
All corporations coming under the provisions of the General Corporation Law of the State of Delaware are required to file reports on or before JANUARY 1, 1965, accompanied by a filing fee of \$5.00 payable to Secretary of State, Dover, Delaware.
- PENALTY FOR NON-FILING**
In the event of neglect, refusal or failure on the part of any corporation to make this report to the Secretary of State by MARCH 1, 1965, the corporation shall pay the sum of twenty-five dollars (\$25.00), and directors who willfully refuse to comply with this provision of the law are ineligible for election or appointment. If any officer or director of a corporation required to make an annual report to the Secretary of State shall, in such return, make any false statement, he shall be deemed guilty of perjury.
- REGULATED INVESTMENT COMPANIES (ITEM No. 1-A)**
Any corporation desiring to report its tax under this provision as a Regulated Investment Company shall submit to the Secretary of State at the time of filing its annual report, a statement under oath made by its President, a Vice-President, its Treasurer or Secretary, certifying that such corporation is a Regulated Investment Company, and stating the amount of its assets on January 1 and December 31 of the taxable year, and the mean thereof.
- CAPITAL STATUS (ITEM No. 3)**
If total gross assets are shown in Item No. 10, listed assets shall be reported using the same date as total assets.
- TREASURY STOCK (ITEM No. 8)**
For the purpose of this report, treasury stock shall be included with listed assets.
- AUTHORIZED CAPITAL CHANGED DURING THE YEAR (ITEMS Nos. 9, 10, 11)**
If the authorized capital has changed during the year, which should be shown in a supplemental statement, as provided for in Item No. 10, the corporation shall file such statement with this report.
- TOTAL GROSS ASSET STATEMENT (ITEM No. 10)**
COMPANIES CAPITALIZED WITH SHARES OF NO PAR STOCK ONLY SHOULD NOT REPORT "TOTAL GROSS ASSETS". NON-EXECUTIVE AFFIDAVIT FORM B.